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15 *Proposed Attorneys for Debtors  
and Debtors in Possession*

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**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

Affects PG&E Corporation  
 Affects Pacific Gas and Electric Company  
 Affects both Debtors

*\* All papers shall be filed in the Lead  
Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)  
Chapter 11  
(Lead Case) (Jointly Administered)

**REQUEST FOR ENTRY OF ORDER BY  
DEFAULT ON SUPPLEMENTAL MOTION  
PURSUANT TO 11 U.S.C. §§ 105, 363(b), 507(a),  
AND 541(d) AND FED. R. BANKR. P. 6004  
AUTHORIZING DEBTORS TO PAY  
PREPETITION TAXES AND ASSESSMENTS  
AND GRANTING RELATED RELIEF  
[Re: Dkt No. 761]**

Date: March 27, 2019  
Time: 9:30 a.m. (Pacific Time)  
Place: United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

**Objection Deadline:** March 20, 2019  
4:00 p.m. (Pacific Time)

1 **REQUEST FOR ENTRY OF ORDER BY DEFAULT**

2 PG&E Corporation and Pacific Gas and Electric Company, as debtors and debtors in  
3 possession (collectively, “**PG&E**” or the “**Debtors**”) in the above-captioned chapter 11 cases (the  
4 “**Chapter 11 Cases**”), hereby request, pursuant to Local Bankruptcy Rule 9014-1(b)(4), as made  
5 applicable to these Chapter 11 Cases by the *Order Implementing Certain Notice and Case Management*  
6 *Procedures* entered on March 6, 2019 [Dkt No. 759] (the “**Case Management Order**”), that the Court  
7 enter an order by default on the *Supplemental Motion Pursuant to 11 U.S.C. §§ 105, 363, 507(a), and*  
8 *541(d) and Fed. R. Bankr. P. 6004 Authorizing Debtors to Pay Prepetition Taxes and Assessments and*  
9 *Granting Related Relief* filed on March 6, 2019 [Dkt No. 761] (the “**Supplemental Motion**”).<sup>1</sup> The  
10 deadline to file responses or oppositions has passed, and no oppositions or responses have been filed  
11 with the Court or received by proposed counsel for the Debtors.

12 **RELIEF REQUESTED IN SUPPLEMENTAL MOTION**

13 The Supplemental Motion seeks additional relief with respect to the *Motion of Debtors*  
14 *Pursuant to 11 U.S.C. §§ 105, 363, 507(a), and 541(d) and Fed. R. Bankr. P. 6003 and 6004 for Interim*  
15 *and Final Authority to Pay Certain Prepetition Taxes and Assessments and Granting Related Relief*  
16 *[Docket No. 11]* (the “**Tax Motion**”). Pursuant to the Supplemental Motion, the Debtors seek authority  
17 to pay the Additional Pass Through Fees in the approximate amount of \$170 million. A proposed order  
18 was attached as an exhibit to the Supplemental Motion. A Declaration of Mark Caron (the “**Caron**  
19 **Declaration**”) was filed in support of the Supplemental Motion [Dkt. No. 762].

20 **NOTICE AND SERVICE**

21 The *Notice of Motions to be Heard at March 27, 2019 Omnibus Hearing* was filed  
22 concurrently with the Supplemental Motion on March 6, 2019 [Dkt. No. 785] (the “**Notice**”). The  
23 Supplemental Motion, Caron Declaration, and Notice were served as described in the Certificate of  
24 Service of Alain B. Francoeur filed on March 11, 2019 [Dkt. No. 826].

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28 <sup>1</sup> Capitalized terms used but not defined herein have the meanings ascribed to them in the Tax Motion or Supplemental Motion, as applicable.

1 **DECLARATION OF NO RESPONSE RECEIVED**

2 The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury,  
3 that:

4 1. I am a partner of the firm of Keller & Benvenutti LLP, proposed co-counsel for  
5 the Debtors.

6 2. I have not received any response or opposition to the Supplemental Motion.

7 3. I have reviewed the Court's docket in the Chapter 11 Cases and have determined  
8 that no response or opposition has been filed with respect to the Supplemental Motion.

9 4. This declaration was executed in San Francisco, California.

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11 WHEREFORE, the Debtors hereby request entry of an order, substantially in the form  
12 attached to the Supplemental Motion as **Exhibit A**, granting (i) the relief requested in the Supplemental  
13 Motion, and (ii) such other and further relief as the Court may deem just and appropriate.

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15 Dated: March 25, 2019

**WEIL, GOTSHAL & MANGES LLP**  
**KELLER & BENVENUTTI LLP**

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17 18 By: /s/ Jane Kim  
Jane Kim

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20 *Proposed Attorneys for Debtors  
and Debtors in Possession*